

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re

ALLEGIANCE COAL USA LIMITED,
et al.,

Debtors.¹

Chapter 11

Case No. 23-10234 (CTG)

Jointly Administered

Re: D.I. 115

**DECLARATION OF JONATHAN ROMCKE IN SUPPORT OF DEBTORS' MOTION
FOR ENTRY OF ORDER APPROVING THE COAL SALE CONTRACT WITH
MARCO INTERNATIONAL CORPORATION AND GRANTING RELATED RELIEF**

I, Jonathan Romcke, hereby declare as follows:

1. I am the Chief Executive Officer of debtors Allegiance Coal USA Ltd., New Elk Coal Holdings LLC, and New Elk Coal Company LLC. I am also the Vice President and Secretary for debtor Black Warrior Minerals, Inc. In addition, I am a director of the boards of each of the above-captioned debtors and debtors in possession (collectively, the "Debtors"). In my time with the Debtors, I have become familiar with the Debtors' business, day-to-day operations, financial affairs, and books and records. I have over 35 years of experience in underground and open pit mining operations in the coal and iron ore mining industries.

2. On March 15, 2023, the Debtors filed *Debtors' Motion for Entry of Order Approving the Coal Sale Contract with Marco International Corporation and Granting Related Relief* (D.I. 115) (the "Motion").

¹ The Debtors in these cases, along with the last four digits of each Debtor's federal EIN, are as follows: Allegiance Coal USA Limited (1324); New Elk Coal Holdings LLC (1314); New Elk Coal Company LLC (0615); and Black Warrior Minerals, Inc. (6486). The Debtors' mailing address for purposes of these chapter 11 cases is 12250 Highway 12, Weston, CO 81091.

3. As set forth in the Motion and incorporated by reference herein, the Motion requests relief important to the Debtors' ongoing business. As noted in the Motion, the Debtors regularly enter into and perform under various sale and repurchase agreements, pursuant to which the Debtors sell coal from their mining operations or acquired from other sources to a purchaser until such time as the coal has accumulated sufficiently to deliver to an ultimate buyer for a final sale, at which point the Debtors repurchase the coal for sale to the ultimate buyer.

4. As further noted in the Motion, on March 9, 2023, the Debtors and Marco International Corporation ("Marco") have negotiated a new postpetition sale and repurchase agreement, the Marco Agreement, and require immediate interim relief to stabilize the Debtors' revenues, permit continued operations without significant interruption, and maximize the Debtors' chance of successful restructuring. The Debtors' management, in consultation with its professionals, have carefully negotiated the Marco Agreement with Marco at arms' length and believe it represents the best possible Coal Sale Contract under the circumstances. In the Debtors' business judgment, the Marco Agreement is necessary to the Debtors' business and continued operations. Granting the requested relief would clearly benefit the Debtors' estates and promote the interests of all stakeholders.

Pursuant to 28 U.S.C. § 1746, I declare under penalty of perjury that the foregoing statements are true and correct.

Dated: March 17, 2023

/s/ Jonathan Romcke

Jonathan Romcke
Chief Executive Officer for Debtors
Allegiance Coal USA Ltd., New Elk Coal
Holdings LLC, and New Elk Coal Company
LLC
Vice President for Black Warrior Minerals,
Inc.